

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

NATIONAL CREDIT UNION ADMINISTRATION BOARD, as Liquidating Agent of U.S. Central Federal Credit Union, Western Corporate Federal Credit Union, Members United Corporate Federal Credit Union, Southwest Corporate Federal Credit Union, and Constitution Corporate Federal Credit Union,

and

GRAEME W. BUSH, as Separate Trustee of NCUA GUARANTEED NOTES TRUST 2010-R1, NCUA GUARANTEED NOTES TRUST 2010-R2, NCUA GUARANTEED NOTES TRUST 2010-R3, NCUA GUARANTEED NOTES TRUST 2011-R2, NCUA GUARANTEED NOTES TRUST 2011-R4, and NCUA GUARANTEED NOTES TRUST 2011-M1,

Plaintiffs,

-against-

WELLS FARGO BANK, NATIONAL ASSOCIATION,

Defendant.

**DECLARATION OF THOMAS E. LYNCH IN SUPPORT OF DEFENDANT'S MOTION FOR SUMMARY JUDGMENT (CORRECTED)**

I, Thomas E. Lynch, an attorney admitted to practice before this Court, affirm the following under penalty of perjury pursuant to 28 U.S.C. § 1746:

1. I am a member of the law firm of Jones Day, attorneys for Defendant

Wells Fargo Bank, National Association (“Wells Fargo”) in this action.

2. I submit this declaration in support of the accompanying motion by Wells Fargo for summary judgment, and to put before the Court true and correct copies of the following documents, each of which is designated an exhibit and annexed to this declaration:

**THIS DOCUMENT CONTAINS INFORMATION DESIGNATED BY THE PARTIES AS CONFIDENTIAL AND HIGHLY CONFIDENTIAL**

Case No. 14-cv-10067-KPF-SN

**Exhibit      Document Description**

- 1 Pooling and Servicing Agreement for the ABFC 2006-OPT2 Trust (Sept. 1, 2006) (excluding exhibits thereto) (WF\_NCUA\_000035016-215).
- 2 Assignment, Assumption and Recognition Agreement for the ABFC 2006-OPT2 Trust (Oct. 12, 2006) (WF\_NCUA\_000034527-671).  
Including attachment: Flow Sale and Servicing Agreement (July 28, 2006) (WF\_NCUA\_000034535-671).
- 3 Trust Agreement for the FFML 2006-FF15 Trust (Oct. 1, 2006) (excluding exhibits and schedules thereto) (WF\_NCUA\_000011488-675).
- 4 Trust Agreement for the FFML 2006-FF17 Trust (Nov. 1, 2006) (excluding exhibits and schedules thereto) (WF\_NCUA\_000018367-557).
- 5 Pooling and Servicing Agreement for the HVMLT 2006-11 Trust (Oct. 1, 2006) (excluding exhibits and schedules thereto) (WF\_NCUA\_000016160-300).
- 6 Pooling and Servicing Agreement for the HVMLT 2006-12 Trust (Nov. 1, 2006) (excluding exhibits and schedules thereto) (WF\_NCUA\_000002289-453).
- 7 Master Mortgage Loan Purchase and Servicing Agreement for the HVMLT 2006-12 and HVMLT 2007-1 Trusts (Apr. 1, 2003) (WF\_NCUA\_000270081-179).
- 8 Pooling and Servicing Agreement for the HVMLT 2007-1 Trust (Feb. 1, 2007) (excluding exhibits and schedules thereto) (WF\_NCUA\_000030340-491).
- 9 Pooling and Servicing Agreement for the SVHE 2007-OPT1 Trust (Apr. 1, 2007) (excluding exhibits and schedules thereto) (WF\_NCUA\_000027753-957).
- 10 Order of Conservatorship, In the Matter of the Conservatorship of Western Corporate Federal Credit Union, Charter No. 19693 (Mar. 19, 2009) (NCUA\_WF\_0004208-11).
- 11 Order of Conservatorship, In the Matter of the Conservatorship of U.S. Central Federal Credit Union, Charter No. 24756 (Mar. 19, 2009) (NCUA\_WF\_0004204-07).

**Exhibit Document Description**

- 12 Order of Conservatorship, In the Matter of the Conservatorship of Members United Corporate Federal Credit Union, Charter No. 22253 (Sept. 24, 2010) (NCUA\_WF\_0004212-15).
- 13 Order of Involuntary Liquidation and Revocation of Charter, In the Matter of the Liquidation of Western Corporate Federal Credit Union, Charter No. 119693 (Oct. 1, 2010) (NCUA\_WF\_004233-35).
- 14 Order of Involuntary Liquidation and Revocation of Charter, In the Matter of the Liquidation of U.S. Central Federal Credit Union, Charter No. 24756 (Oct. 1, 2010) (NCUA\_WF\_004230-32).
- 15 Order of Involuntary Liquidation and Revocation of Charter, In the Matter of the Liquidation of Members United Corporate Federal Credit Union, Charter No. 22253 (Oct. 31, 2010) (NCUA\_WF\_0004201-03).
- 16 Letter from Wells Fargo Bank, N.A. to Option One Mortgage Corp. (Apr. 26, 2013) (WF\_NCUA\_001693054-64).  
Including attachment: Letter from the Federal Housing Finance Agency to Wells Fargo Bank, N.A. (Apr. 22, 2013) (WF\_NCUA\_001693062-64).
- 17 Slipsheet identifying Bates number at which an Excel file, associated with Exhibit 16 (Letter from Wells Fargo Bank, N.A. to Option One Mortgage Corp. (Apr. 26, 2013)), was produced in this action (WF\_NCUA\_001693027). The Excel file, as produced, will be presented in its original electronic format.
- 18 Letter from Sand Canyon Corp. to Wells Fargo Bank, N.A. (July 26, 2013) (WF\_NCUA\_001694524-29).
- 19 Letter from Wells Fargo Bank, N.A. to Sand Canyon Corp. (June 26, 2013) (WF\_NCUA\_001694261-77).  
Including attachment: Letter from the Federal Housing Finance Agency to Wells Fargo Bank, N.A. (June 20, 2013) (WF\_NCUA\_001694266-77).
- 20 Slipsheet identifying Bates number at which an Excel file, associated with Exhibit 19 (Letter from Wells Fargo Bank, N.A. to Sand Canyon Corp. (June 26, 2013)), was produced in this action (WF\_NCUA\_001694233). The Excel file, as produced, will be presented in its original electronic format.
- 21 Letter from Sand Canyon Corp. to Wells Fargo Bank, N.A. (Oct. 3, 2013) (WF\_NCUA\_001695161-75).

**Exhibit      Document Description**

- 22 Letter from Wells Fargo Bank, N.A. to First Franklin Financial Corp. (Apr. 19, 2012) (WF\_NCUA\_000228074-86).  
Including attachment: Letter from Aurora Loan Services to First Franklin Financial Corp. (Apr. 5, 2012) (WF\_NCUA\_000228077-86).
- 23 Letter from First Franklin Financial Corp. to Wells Fargo Bank, N.A. (Sept. 27, 2012) (WF\_NCUA\_001690130-31).  
Including slipsheet identifying Bates number at which the associated Excel file was produced in this action (WF\_NCUA\_001690130). The Excel file, as produced, will be presented in its original electronic format.
- 24 Letter from Wells Fargo Bank, N.A. to First Franklin Financial Corp. (May 11, 2012) (WF\_NCUA\_000228749-59).  
Including attachment: Letter from Aurora Loan Services to First Franklin Financial Corp. (Apr. 27, 2012) (WF\_NCUA\_000228751-59).
- 25 Letter from First Franklin Financial Corp. to Wells Fargo Bank, N.A. (Sept. 28, 2012) (WF\_NCUA\_001690211-12).  
Including slipsheet identifying Bates number at which the associated Excel file was produced in this action (WF\_NCUA\_001690211). The Excel file, as produced, will be presented in its original electronic format.
- 26 Letter from Wells Fargo Bank, N.A. to First Franklin Financial Corp. (June 8, 2012) (WF\_NCUA\_000069683-87).  
Including attachment: Letter from Aurora Loan Services to First Franklin Financial Corp. (May 11, 2012) (WF\_NCUA\_000069686-87).
- 27 Slipsheet identifying Bates number at which an Excel file, associated with Exhibit 26 (Letter from Wells Fargo Bank, N.A. to First Franklin Financial Corp. (June 8, 2012)), was produced in this action (WF\_NCUA\_001318940). The Excel file, as produced, will be presented in its original electronic format.

**Exhibit      Document Description**

- 28 Letter from First Franklin Financial Corp. to Wells Fargo Bank, N.A. (Oct. 2, 2012) (WF\_NCUA\_001690213-14).  
Including slipsheet identifying Bates number at which the associated Excel file was produced in this action (WF\_NCUA\_001690213).  
The Excel file, as produced, will be presented in its original electronic format.
- 29 Letter from Wells Fargo Bank, N.A. to First Franklin Financial Corp. (June 8, 2012) (WF\_NCUA\_001692831-35).  
Including attachment: Letter from Aurora Loan Services to First Franklin Financial Corp. (June 5, 2012) (WF\_NCUA\_001692834-35).
- 30 Slipsheet identifying Bates number at which an Excel file, associated with Exhibit 29 (Letter from Wells Fargo Bank, N.A. to First Franklin Financial Corp. (June 8, 2012)), was produced in this action (WF\_NCUA\_001318913). The Excel file, as produced, will be presented in its original electronic format.
- 31 Letter from First Franklin Financial Corp. to Wells Fargo Bank, N.A. (Oct. 5, 2012) (WF\_NCUA\_001690217-20).  
Including slipsheets identifying Bates number at which the associated Excel files were produced (WF\_NCUA\_001690218-20). The Excel files, as produced, will be presented in their original electronic format.
- 32 Letter from Wells Fargo Bank, N.A. to First Franklin Financial Corp. (June 18, 2012) (WF\_NCUA\_000229169-74).  
Including attachment: Letter from Aurora Loan Services to First Franklin Financial Corp. (June 6, 2012) (WF\_NCUA\_000229172-74).
- 33 Slipsheet identifying Bates number at which an Excel file, associated with Exhibit 32 (Letter from Wells Fargo Bank, N.A. to First Franklin Financial Corp. (June 18, 2012)), was produced in this action (WF\_NCUA\_001318935). The Excel file, as produced, will be presented in its original electronic format.

**Exhibit Document Description**

- 34 Letter from First Franklin Financial Corp. to Wells Fargo Bank, N.A. (Oct. 4, 2012) (WF\_NCUA\_001690215-16).  
Including slipsheet identifying Bates number at which the associated Excel file was produced in this action (WF\_NCUA\_001690216).  
The Excel file, as produced, will be presented in its original electronic format.
- 35 Letter from Wells Fargo Bank, N.A. to First Franklin Financial Corp. (July 25, 2012) (WF\_NCUA\_000069998-70002).  
Including attachment: Letter from Nationstar Mortgage to First Franklin Financial Corp. (July 20, 2012) (WF\_NCUA\_000070001-70002).
- 36 Slipsheet identifying Bates number at which an Excel file, associated with Exhibit 35 (Letter from Wells Fargo Bank, N.A. to First Franklin Financial Corp. (July 25, 2012)), was produced in this action (WF\_NCUA\_001319392).  
The Excel file, as produced, will be presented in its original electronic format.
- 37 Letter from First Franklin Financial Corp. to Wells Fargo Bank, N.A. (Oct. 30, 2012) (WF\_NCUA\_001690688-89).  
Including slipsheet identifying Bates number at which the associated Excel file was produced (WF\_NCUA\_001690689). The Excel file, as produced, will be presented in its original electronic format.
- 38 Letter from Wells Fargo Bank, N.A. to First Franklin Financial Corp. (July 30, 2012) (WF\_NCUA\_000070003-11).  
Including attachment: Letter from Nationstar Mortgage to First Franklin Financial Corp. (July 23, 2012) (WF\_NCUA\_000070006-11).
- 39 Slipsheet identifying Bates number at which an Excel file, associated with Exhibit 38 (Letter from Wells Fargo Bank, N.A. to First Franklin Financial Corp. (July 30, 2012)), was produced in this action (WF\_NCUA\_000229686). The Excel file, as produced, will be presented in its original electronic format.
- 40 Letter from First Franklin Financial Corp. to Wells Fargo Bank, N.A. (Oct. 30, 2012) (WF\_NCUA\_001690687).  
Slipsheet identifying Bates number at which the associated Excel file was produced (WF\_NCUA\_001690690). The Excel file, as produced, will be presented in its original electronic format.

**Exhibit      Document Description**

- 41 Letter from Wells Fargo Bank, N.A. to First Franklin Financial Corp. (Aug. 23, 2012) (WF\_NCUA\_001689744-49).  
Including attachment: Letter from Nationstar Mortgage to First Franklin Financial Corp. (Aug. 22, 2012) (WF\_NCUA\_001689748-49).  
Including slipsheet identifying Bates number at which the associated Excel file was produced in this action (WF\_NCUA\_001689744). The Excel file, as produced, will be presented in its original electronic format.
- 42 Letter from First Franklin Financial Corp. to Wells Fargo Bank, N.A. (Nov. 8, 2012) (WF\_NCUA\_001690881-82).  
Including slipsheet identifying Bates number at which the associated Excel file was produced in this action (WF\_NCUA\_001690882). The Excel file, as produced, will be presented in its original electronic format.
- 43 Letter from Wells Fargo Bank, N.A. to First Franklin Financial Corp. (Oct. 3, 2012) (WF\_NCUA\_001690148-53).  
Including attachment: Letter from Nationstar Mortgage to First Franklin Financial Corp. (Sept. 28, 2012) (WF\_NCUA\_001690152-53).
- 44 Slipsheet identifying Bates number at which an Excel file, associated with Exhibit 43 (Letter from Wells Fargo Bank, N.A. to First Franklin Financial Corp. (Oct. 3, 2012)), was produced in this action (WF\_NCUA\_001690136). The Excel file, as produced, will be presented in its original electronic format.
- 45 Letter from First Franklin Financial Corp. to Wells Fargo Bank, N.A. (Dec. 3, 2012) (WF\_NCUA\_001691371-72).  
Including slipsheet identifying Bates number at which the associated Excel file was produced in this action (WF\_NCUA\_001691371). The Excel file, as produced, will be presented in its original electronic format.

**Exhibit Document Description**

- 46 Letter from Wells Fargo Bank, N.A. to First Franklin Financial Corp. (Apr. 1, 2013) (WF\_NCUA\_001692973-78).  
Including attachment: Letter from Nationstar Mortgage to First Franklin Financial Corp. (Mar. 27, 2013) (WF\_NCUA\_001692977-78).  
Slipsheet identifying Bates number at which the associated Excel file was produced in this action (WF\_NCUA\_001692971). The Excel file, as produced, will be presented in its original electronic format.
- 47 Letter from Countrywide Home Loans, Inc. to Wells Fargo Bank, N.A. (May 24, 2013) (WF\_NCUA\_001693984-85).  
Including slipsheet identifying Bates number at which the associated Excel file was produced in this action (WF\_NCUA\_001693985). The Excel file, as produced, will be presented in its original electronic format.
- 48 Letter from Wells Fargo Bank, N.A. to First Franklin Financial Corp. (Apr. 1, 2013) (WF\_NCUA\_001692979-84).  
Including attachment: Letter from Nationstar Mortgage to First Franklin Financial Corp. (Mar. 27, 2013) (WF\_NCUA\_001692983-84).
- 49 Slipsheet identifying Bates number at which an Excel file, associated with Exhibit 48 (Letter from Wells Fargo Bank, N.A. to First Franklin Financial Corp. (Apr. 1, 2013)), was produced in this action (WF\_NCUA\_001692972). The Excel file, as produced, will be presented in its original electronic format.
- 50 Letter from Countrywide Home Loans, Inc. to Wells Fargo Bank, N.A. (Apr. 19, 2013) (WF\_NCUA\_001693018-19).  
Including slipsheet identifying Bates number at which the associated Excel file was produced in this action (WF\_NCUA\_001693019). The Excel file, as produced, will be presented in its original electronic format.
- 51 Letter from Countrywide Home Loans, Inc. to Wells Fargo Bank, N.A. (Apr. 26, 2013) (WF\_NCUA\_001693047-48).  
Including slipsheet identifying Bates number at which the associated Excel file was produced in this action (WF\_NCUA\_001693048). The Excel file, as produced, will be presented in its original electronic format.
- 52 Letter from Countrywide Home Loans, Inc. to Wells Fargo Bank, N.A. (May 3, 2013) (WF\_NCUA\_001693664-66).

<b><u>Exhibit</u></b>	<b><u>Document Description</u></b>
53	No Exhibit 53.
54	Letter from Countrywide Home Loans, Inc. to Wells Fargo Bank, N.A. (Aug. 2, 2013) (WF_NCUA_001694533-34).  Including slipsheet identifying Bates number at which the associated Excel file was produced in this action (WF_NCUA_001694534). The Excel file, as produced, will be presented in its original electronic format.
55	Letter from Wells Fargo Bank, N.A. to Greenwich Capital Financial Products, Inc. (Dec. 21, 2009) (WF_NCUA_001569379-82).  Including attachment: Letter from Wells Fargo Bank, N.A. to Greenwich Capital Financial Products, Inc. (Aug. 11, 2009) (WF_NCUA_001569381-82).
56	Slipsheet identifying Bates number at which an Excel file, associated with Exhibit 55 (Letter from Wells Fargo Bank, N.A. to Greenwich Capital Financial Products, Inc. (Dec. 21, 2009)), was produced in this action (WF_NCUA_001696847). The Excel file, as produced, will be presented in its original electronic format.
57	Letter from Wells Fargo Bank, N.A. to First Franklin Financial Corp. (June 25, 2013) (WF_NCUA_001694241-46). [MD-005103]  Including attachment: Letter from Nationstar Mortgage to First Franklin Financial Corp. (June 21, 2013) (WF_NCUA_001694245-46).
58	Slipsheet identifying Bates number at which an Excel file, associated with Exhibit 57 (Letter from Wells Fargo Bank, N.A. to First Franklin Financial Corp. (June 25, 2013)), was produced in this action (WF_NCUA_001694223). The Excel file, as produced, will be presented in its original electronic format.
59	Letter from Wells Fargo Bank, N.A. to Countrywide Home Loans, Inc. (Aug. 23, 2010) (WF_NCUA_000069139-40).

**Exhibit      Document Description**

- 60 Letter from Wells Fargo Bank, N.A. to Countrywide Home Loans, Inc. (Sept. 2, 2010) (WF\_NCUA\_000817057-74).  
Including attachment: Letter from Countrywide Home Loans, Inc. to Wells Fargo Bank, N.A. (Aug. 27, 2010) (WF\_NCUA\_000817058).  
Including attachment: Letter from Wells Fargo Bank, N.A. to Countrywide Home Loans, Inc. (May 19, 2010) (WF\_NCUA\_000817059-61).  
Including attachment: Letter from Quinn Emanuel (on behalf of Monarch Alternative Capital LP) to Wells Fargo Bank, N.A. (May 12, 2010) (WF\_NCUA\_000817062-74).
- 61 Letter from Wells Fargo Bank, N.A. to Countrywide Home Loans, Inc. (Oct. 12, 2010) (WF\_NCUA\_000816974-7014).  
Including attachment: Letter from Countrywide Home Loans, Inc. to Wells Fargo Bank, N.A. (Aug. 27, 2010) (WF\_NCUA\_000816975).  
Including attachment: Letter from Wells Fargo Bank, N.A. to Countrywide Home Loans, Inc. (May 19, 2010) (WF\_NCUA\_000816976-78).  
Including attachment: Letter from Quinn Emanuel (on behalf of Monarch Alternative Capital LP) to Wells Fargo Bank, N.A. (May 12, 2010) (WF\_NCUA\_000816979-7014).
- 62 Letter from Countrywide Home Loans, Inc. to Wells Fargo Bank, N.A. (Nov. 30, 2010) (WF\_NCUA\_000069170).
- 63 Letter from Wells Fargo Bank, N.A. to Countrywide Home Loans, Inc. (Aug. 20, 2010) (WF\_NCUA\_000817172-259).  
Including attachment: Letter from Quinn Emanuel (on behalf of Monarch Alternative Capital LP) to Wells Fargo Bank, N.A. (Aug. 10, 2010) (WF\_NCUA\_000817176-259).
- 64 Letter from Countrywide Home Loans, Inc. to Wells Fargo Bank, N.A. (Jan. 14, 2011) (WF\_NCUA\_000069186-88).
- 65 Letter from Wells Fargo Bank, N.A. to Countrywide Home Loans, Inc. (Jan. 19, 2011) (WF\_NCUA\_000069189-90).
- 66 Letter from Countrywide Home Loans, Inc. to Wells Fargo Bank, N.A. (Jan. 22, 2011) (WF\_NCUA\_000069191-93).

**Exhibit      Document Description**

- 67 Letter from Wells Fargo Bank, N.A. to Countrywide Home Loans, Inc. (Jan. 24, 2011) (WF\_NCUA\_000069194-96).
- 68 Letter from Countrywide Home Loans, Inc. to Wells Fargo Bank, N.A. (Feb. 4, 2011) (WF\_NCUA\_000069204-05).
- 69 Letter from Wells Fargo Bank, N.A. to Countrywide Home Loans, Inc. (Dec. 7, 2010) (WF\_NCUA\_000277301-07).  
Including attachment: Letter from Quinn Emanuel (on behalf of Monarch Alternative Capital LP) to First Franklin Financial Corp. (Nov. 12, 2010) (WF\_NCUA\_000277306-07).
- 70 Slipsheet identifying Bates number at which the associated Excel file was produced in this action (WF\_NCUA\_000277301). The Excel file, as produced, will be presented in its original electronic format.
- 71 Letter from Wells Fargo Bank, N.A. to Countrywide Home Loans, Inc. (Jan. 18, 2011) (WF\_NCUA\_000818427-33).  
Including attachment: Letter from Quinn Emanuel (on behalf of Monarch Alternative Capital LP) to Wells Fargo Bank, N.A. (Dec. 29, 2010) (WF\_NCUA\_000818432-33).  
Slipsheet identifying Bates number at which the associated Excel file was produced in this action (WF\_NCUA\_000818427). The Excel file, as produced, will be presented in its original electronic format.
- 72 Slipsheet identifying Bates number at which an Excel file from Countrywide Home Loans, Inc. recorded as received by Wells Fargo Bank, N.A. (MN-002511\_20120814\_20.xlsx) on or about Aug. 14, 2012 and associated with Exhibit 71 (Letter from Wells Fargo Bank, N.A. to Countrywide Home Loans, Inc. (Jan. 18, 2011)), was produced in this action (WF\_NCUA\_001689634). The Excel file, as produced, will be presented in its original electronic format.

**Exhibit Document Description**

- 73 Letter from Wells Fargo Bank, N.A. to Countrywide Home Loans, Inc. (Mar. 9, 2011) (WF\_NCUA\_000069197-202).  
Including attachment: Letter from Quinn Emanuel (on behalf of Monarch Alternative Capital LP) to Wells Fargo Bank, N.A. (Mar. 6, 2011) (WF\_NCUA\_000069201-202).
- 74 Slipsheet identifying Bates number at which an Excel file, associated with Exhibit 73 (Letter from Wells Fargo Bank, N.A. to Countrywide Home Loans, Inc. (Mar. 9, 2011)), was produced in this action (WF\_NCUA\_001718009). The Excel file, as produced, will be presented in its original electronic format.
- 75 Slipsheet identifying Bates number at which an Excel file, from Countrywide Home Loans, Inc. recorded as received by Wells Fargo Bank, N.A. (MN-002597\_20120814\_20.xlsx) on or about Aug. 14, 2012 and associated with Exhibit 73 (Letter from Wells Fargo Bank, N.A. to Countrywide Home Loans, Inc. (Mar. 9, 2011)), was produced in this action (WF\_NCUA\_001689636). The Excel file, as produced, will be presented in its original electronic format.
- 76 Letter from Wells Fargo Bank, N.A. to Countrywide Home Loans, Inc. (June 7, 2011) (WF\_NCUA\_000309573-760).  
Including attachment: Letter from Quinn Emanuel (on behalf of Monarch Alternative Capital LP) to Wells Fargo Bank, N.A. (May 24, 2011) (WF\_NCUA\_000309577-760).
- 77 Letter from Wells Fargo Bank, N.A. to Countrywide Home Loans, Inc. (Nov. 9, 2011) (WF\_NCUA\_000312070-73).  
Including attachment: Letter from Quinn Emanuel (on behalf of Monarch Alternative Capital LP) to Wells Fargo Bank, N.A. (Oct. 26, 2011) (WF\_NCUA\_000312072-73).
- 78 Slipsheet identifying Bates number at which an Excel file, associated with Exhibit 77 (Letter from Wells Fargo Bank, N.A. to Countrywide Home Loans, Inc. (Nov. 9, 2011)), was produced in this action (WF\_NCUA\_001720213). The Excel file, as produced, will be presented in its original electronic format.
- 79 Letter from Countrywide Home Loans, Inc. to Wells Fargo Bank, N.A. (May 2, 2012) (WF\_NCUA\_000069564).  
Including slipsheet identifying Bates number at which the associated Excel file was produced in this action (WF\_NCUA\_000228165). The Excel file, as produced, will be presented in its original electronic format.

**Exhibit      Document Description**

- 80 Letter from Wells Fargo Bank, N.A. to Countrywide Home Loans, Inc. (Nov. 2, 2011) (WF\_NCUA\_001574329-419).  
Including attachment: Letter from Quinn Emanuel (on behalf of Monarch Alternative Capital LP) to Wells Fargo Bank, N.A. (Oct. 27, 2011) (WF\_NCUA\_001574333-419).
- 81 Letter from Countrywide Home Loans, Inc. to Wells Fargo Bank, N.A. (May 30, 2012) (WF\_NCUA\_000069649).
- 82 Slipsheet identifying Bates number at which an Excel file, associated with Exhibit 81 (Letter from Countrywide Home Loans, Inc. to Wells Fargo Bank, N.A. (May 30, 2012)), was produced in this action (WF\_NCUA\_000228874). The Excel file, as produced, will be presented in its original electronic format.
- 83 Letter from Wells Fargo Bank, N.A. to Countrywide Home Loans, Inc. (Nov. 29, 2011) (WF\_NCUA\_000750368-406).  
Including attachment: Letter from Quinn Emanuel (on behalf of Monarch Alternative Capital LP) to Wells Fargo Bank, N.A. (Nov. 23, 2011) (WF\_NCUA\_000750372-406).
- 84 Letter from Countrywide Home Loans, Inc. to Wells Fargo Bank, N.A. (June 13, 2012) (WF\_NCUA\_000229154-55).  
Including slipsheet identifying Bates number at which the associated Excel file was produced in this action (WF\_NCUA\_000229154). The Excel file, as produced, will be presented in its original electronic format.
- 85 Letter from Wells Fargo Bank, N.A. to Bank of America Home Loans (Dec. 8, 2011) (WF\_NCUA\_000071623-26).  
Including attachment: Letter from Kasowitz, Benson, Torres & Friedman LLP to Wells Fargo Bank, N.A. (Nov. 15, 2011) (WF\_NCUA\_000071625-26).
- 86 Letter from Countrywide Home Loans, Inc. to Wells Fargo Bank, N.A. (July 19, 2012) (WF\_NCUA\_000046927).
- 87 Letter from Countrywide Home Loans, Inc. to Wells Fargo Bank, N.A. (July 19, 2012) (WF\_NCUA\_000046927-28).  
Including slipsheet identifying Bates number at which the associated Excel file was produced in this action (WF\_NCUA\_000046928). The Excel file, as produced, will be presented in its original electronic format.

**Exhibit      Document Description**

88 Letter from Wells Fargo Bank, N.A. to Bank of America, N.A. (Jan. 27, 2012) (WF\_NCUA\_000269692-96).

Including attachment: Letter from Premium Point Investments to Wells Fargo Bank, N.A. (Jan. 4, 2012) (WF\_NCUA\_000269694-96).

89 Letter from Countrywide Home Loans, Inc. to Wells Fargo Bank, N.A. (Aug. 3, 2012) (WF\_NCUA\_000270074-75).

90 Letter from Wells Fargo Bank, N.A. to Bank of America, N.A. (Feb. 7, 2012) (WF\_NCUA\_000281241-307).

Including attachment: Letter from Kasowitz, Benson, Torres & Friedman LLP to Wells Fargo Bank, N.A. (Jan. 25, 2012) (WF\_NCUA\_000281244 45).

Including attachment: Letter from Kasowitz, Benson, Torres & Friedman LLP to Wells Fargo Bank, N.A. (Jan. 27, 2012) (WF\_NCUA\_000281246-307).

91 Letter from Countrywide Home Loans, Inc. to Wells Fargo Bank, N.A. (July 27, 2012) (WF\_NCUA\_000229698-99).

Including slipsheet identifying Bates number at which the associated Excel file was produced in this action (WF\_NCUA\_000229698). The Excel file, as produced, will be presented in its original electronic format.

92 Letter from Wells Fargo Bank, N.A. to Bank of America, N.A. (Feb. 29, 2012) (WF\_NCUA\_000281308-13).

Including attachment: Letter from Kasowitz, Benson, Torres & Friedman LLP to Wells Fargo Bank, N.A. (Feb. 7, 2012) (WF\_NCUA\_000281311).

Including attachment: Letter from Kasowitz, Benson, Torres & Friedman LLP to Wells Fargo Bank, N.A. (Feb. 6, 2012) (WF\_NCUA\_000281312-13).

93 Letter from Countrywide Home Loans, Inc. to Wells Fargo Bank, N.A. (Aug. 10, 2012) (WF\_NCUA\_001689601-03).

Including slipsheet identifying Bates number at which the associated Excel files were produced (WF\_NCUA\_001689601-02) The Excel files, as produced, will be presented in their original electronic format.

**Exhibit Document Description**

- 94 Letter from Wells Fargo Bank, N.A. to Countrywide Home Loans, Inc. (Mar. 16, 2012) (WF\_NCUA\_000281234-40).  
Including attachment: Letter from Kasowitz, Benson, Torres & Friedman LLP to Wells Fargo Bank, N.A. (Feb. 24, 2012) (WF\_NCUA\_000281237-40).
- 95 Letter from Wells Fargo Bank, N.A. to Greenwich Capital Financial Products, Inc. (Mar. 25, 2010) (WF\_NCUA\_001570702-05).  
Including attachment: Letter from Wells Fargo Bank, N.A. to Greenwich Capital Financial Products, Inc. (Aug. 24, 2009) (WF\_NCUA\_001570704-05).
- 96 Slipsheet identifying Bates number at which an Excel file, associated with Exhibit 95 (Wells Fargo Bank, N.A. to Greenwich Capital Financial Products, Inc. (Mar. 25, 2010)), was produced in this action (WF\_NCUA\_001696852). The Excel file, as produced, will be presented in its original electronic format.
- 97 Letter from Wells Fargo Bank, N.A. to Greenwich Capital Financial Products, Inc. (Dec. 21, 2009) (WF\_NCUA\_001569375-78).  
Including attachment: Letter from Wells Fargo Bank, N.A. to Greenwich Capital Financial Products, Inc. (Aug. 20, 2009) (WF\_NCUA\_001569377-78).
- 98 Slipsheet identifying Bates number at which an Excel file, associated with Exhibit 97 (Letter from Wells Fargo Bank, N.A. to Greenwich Capital Financial Products, Inc. (Dec. 21, 2009)), was produced in this action (WF\_NCUA\_001696848). The Excel file, as produced, will be presented in its original electronic format.
- 99 Letter from Wells Fargo Bank, N.A. to Bank of America, N.A. (Dec. 28, 2011) (WF\_NCUA\_000750345-59).  
Including attachment: Letter from Freddie Mac to Wells Fargo Bank, N.A. (Dec. 2, 2011) (WF\_NCUA\_000750348-59).
- 100 Letter from Wells Fargo Bank, N.A. to Countrywide Home Loans, Inc. (Feb. 3, 2012) (WF\_NCUA\_000750331-44).  
Including attachment: Letter from Freddie Mac to Wells Fargo Bank, N.A. (Dec. 19, 2011) (WF\_NCUA\_000750333-44).

**Exhibit      Document Description**

- 101 Letter from Countrywide Home Loans, Inc. to Wells Fargo Bank, N.A. (July 20, 2012) (WF\_NCUA\_000229681-82).  
Including slipsheet identifying Bates number at which the associated Excel file was produced in this action (WF\_NCUA\_000229681). The Excel file, as produced, will be presented in its original electronic format.
- 102 Letter from Countrywide Home Loans, Inc. to Wells Fargo Bank, N.A. (Aug. 1, 2012) (WF\_NCUA\_000046933-34).  
Including slipsheet identifying Bates number at which the associated Excel file was produced in this action (WF\_NCUA\_000046934). The Excel file, as produced, will be presented in its original electronic format.
- 103 Verified Petition of Wells Fargo Bank, National Association, as Trustee, for Instructions in the Administration of a Trust Pursuant to Minn. Stat. § 501B.16 for the FFML 2006-FF15 Trust (Aug. 26, 2013).
- 104 Notice to Holders for the FFML 2006-FF15 Trust (Oct. 8, 2013) (posted on Wells Fargo Bank, N.A.'s investor correspondence portal, [www.ctslink.com](http://www.ctslink.com), as of Oct. 10, 2013).  
Including attachment: Order with Respect to Verified Petition of Wells Fargo Bank, National Association, as Trustee for Instructions in the Administration of a Trust Pursuant to Minn. Stat. § 501B.16 for the FFML 2006-FF15 Trust, Fourth Judicial District of Minn., Hennepin County (Oct. 2, 2013).
- 105 Verified Petition of Wells Fargo Bank, National Association, as Trustee, for Instructions in the Administration of a Trust Pursuant to Minn. Stat. § 501B.16 for the FFML 2006-FF17 Trust (Aug. 26, 2013).
- 106 Notice to Holders for the FFML 2006-FF17 Trust (Oct. 8, 2013) (posted on Wells Fargo Bank, N.A.'s investor correspondence portal, [www.ctslink.com](http://www.ctslink.com), as of Oct. 10, 2013).  
Including attachment: Order with Respect to Verified Petition of Wells Fargo Bank, National Association, as Trustee for Instructions in the Administration of a Trust Pursuant to Minn. Stat. § 501B.16 for the FFML 2006-FF17 Trust, Fourth Judicial District of Minn., Hennepin County (Oct. 2, 2013).
- 107 Verified Petition of Wells Fargo Bank, National Association, as Trustee, for Instructions in the Administration of a Trust Pursuant to Minn. Stat. § 501B.16 for the HVMLT 2006-12 and HVMLT 2007-1 Trusts (July 13, 2012).

**Exhibit      Document Description**

- 108 Notice to Holders for the HVMLT 2007-1 Trust (Sept. 7, 2012) (posted on Wells Fargo Bank, N.A.'s investor correspondence portal, [www.ctslink.com](http://www.ctslink.com), as of Sept. 7, 2012).  
Including attachment: Order with Respect to Verified Petition of Wells Fargo Bank, National Association, as Trustee for Instructions in the Administration of a Trust Pursuant to Minn. Stat. § 501B.16 for the HVMLT 2006-12 and HVMLT 2007-1 Trusts, Fourth Judicial District of Minn., Hennepin County (Aug. 29, 2012).
- 109 Order and Memorandum, *In the Matter of Merrill Lynch First Franklin Mortgage Loan Trust, Mortgage Loan Asset-Backed Certificates, Series 2007-4*, Second Judicial District of Minn., Ramsey County (June 4, 2019).
- 110 Order, *In the Matter of Merrill Lynch First Franklin Mortgage Loan Trust, Mortgage Loan Asset-Backed Certificates, Series 2007-5*, Second Judicial District of Minn., Ramsey County (Oct. 4, 2019).
- 111 Complaint, *Nat'l Credit Union Admin. Bd. v. RBS Sec., Inc.*, No. 13-cv-6726 (S.D.N.Y. Sept. 23, 2013) [ECF No. 1].
- 112 Second Amended Complaint, *Nat'l Credit Union Admin. Bd. v. RBS Sec., Inc.*, No. 11-cv-5887 (C.D. Cal. Nov. 14, 2014) [ECF No. 350].
- 113 Second Amended Complaint, *Nat'l Credit Union Admin. Bd. v. RBS Sec., Inc.*, No. 11-cv-2340 (D. Kan. Nov. 17, 2014) [ECF No. 435].
- 114 Defendant Wells Fargo Bank, N.A.'s First Request to Plaintiff NCUA for the Production of Documents (June 5, 2015).
- 115 Plaintiffs' Supplemental Responses and Objections to Wells Fargo Bank, N.A.'s Interrogatories Numbers 7, 8, and 10 and First Set of Interrogatories Number 5 (Aug. 21, 2017).
- 116 Plaintiffs' Second Supplemental Response and Objections to Wells Fargo Bank, N.A.'s Contention Interrogatory Number 10 (Oct. 10, 2017).
- 117 Plaintiffs' Responses and Objections to Defendant Wells Fargo Bank, N.A.'s Supplemental Interrogatory to Plaintiffs (Oct. 26, 2017).
- 118 Letter from John A. Libra to Tracy V. Schaffer (Aug. 20, 2018).

**Exhibit Document Description**

- 119 Plaintiffs' Supplemental Responses and Objections to Wells Fargo Bank, N.A.'s Contention Interrogatories to Plaintiffs, Pursuant to the Court's June 21, 2017 Order (Feb. 1, 2019).
- A. Including slipsheet identifying Appendix A to Plaintiffs' Supplemental Responses and Objections to Wells Fargo Bank, N.A.'s Contention Interrogatories to Plaintiffs, Pursuant to the Court's June 21, 2017 Order, an Excel file with filename "2019.02.01 HIGHLY CONFIDENTIAL - Interrogatory Responses Appendix A.XLSX." The Excel file, as served by Plaintiffs upon Wells Fargo, will be presented in its original electronic format.
- B. Including slipsheet identifying Appendix B to Plaintiffs' Supplemental Responses and Objections to Wells Fargo Bank, N.A.'s Contention Interrogatories to Plaintiffs, Pursuant to the Court's June 21, 2017 Order, an Excel file with filename "ABFC 2006-OPT2\_PrimaryDmgs.csv." The Excel file, as served by Plaintiffs upon Wells Fargo, will be presented in its original electronic format.
- 120 Negotiated Responses from Plaintiffs to Requests 11, 26, and 27 in the Subpoena dated Mar. 20, 2019 from Wells Fargo Bank, N.A. to Gary Shev, provided by Plaintiffs to Wells Fargo on June 14, 2019.
- 121 Transcript of the Rule 30(b)(6) deposition of National Credit Union Administration (by Brian Heitman) (Oct. 27, 2017) (with signed errata).
- 122 Report of Leonard A. Blum (Jan. 18, 2019).
- 123 Rebuttal of Leonard A. Blum to the Expert Report of John H. Dolan (June 20, 2019).
- 124 Expert Report of Ethan Cohen-Cole, Ph.D. (Aug. 1, 2019; corrected Aug. 8, 2019).
- 125 Report of Christopher J. Milner (Jan. 18, 2019; corrected Jan. 25, 2019).  
Including slipsheet identifying Exhibit G to the Report of Christopher J. Milner, an Excel file with filename "Milner Report Exhibit G MF Exception Loan Lists.xlsx." The Excel file, as provided by Plaintiffs to Wells Fargo, will be presented in its original electronic format.
- 126 Corrected Reply Report of Christopher J. Milner, served in this action by Plaintiffs (Nov. 8, 2019).

127 Selected Reliance Materials for Christopher J. Milner's November 1, 2019 Reply Report, served by Plaintiffs on November 8, 2019 (seventeen Excel files that will be presented in their original electronic format):

- A. “Model\_Results\_015\_100\_0\_PrimaryDmgs\_HVMLT 2007-1 Waterfall Model - 2A1A.xlsx” (Plaintiffs’ “Model\_Results\_015\_100\_0\_PrimaryDmgs\_HVMLT 2007-1 Waterfall Model.xlsx” file, with the HVMLT 2007-1 2A1A tranche selected with a “1” in workbook “Damages\_Summary” Cell B7 and saved with the file name suffix “ - 2A1A”)
- B. “Model\_Results\_015\_100\_0\_PrimaryDmgs\_HVMLT 2007-1 Waterfall Model – 2A1B.xlsx” (Plaintiffs’ “Model\_Results\_015\_100\_0\_PrimaryDmgs\_HVMLT 2007-1 Waterfall Model.xlsx” file, with the HVMLT 2007-1 2A1B tranche selected with a “2” in workbook “Damages\_Summary” Cell B7 and saved with the file name suffix “ - 2A1B”)
- C. “Model\_Results\_015\_100\_0\_PrimaryDmgs\_HVMLT 2007-1 Waterfall Model – 2A1C2.xlsx” (Plaintiffs’ “Model\_Results\_015\_100\_0\_PrimaryDmgs\_HVMLT 2007-1 Waterfall Model.xlsx” file, with the HVMLT 2007-1 2A1B tranche selected with a “3” in workbook “Damages\_Summary” Cell B7 and saved with the file name suffix “ - 2A1C2”)
- D. “Model\_Results\_015\_100\_0\_PrimaryDmgs\_HVMLT 2007-1 Waterfall Model – B1.xlsx” (Plaintiffs’ “Model\_Results\_015\_100\_0\_PrimaryDmgs\_HVMLT 2007-1 Waterfall Model.xlsx” file, with the HVMLT 2007-1 B1 tranche selected with a “4” in workbook “Damages\_Summary” Cell B7 and saved with the file name suffix “ - B1”)
- E. “Model\_Results\_017\_100\_0\_PrimaryDmgs\_FFML 2006-FF15 Waterfall Model - M1.xlsx” (Plaintiffs’ “Model\_Results\_017\_100\_0\_PrimaryDmgs\_FFML 2006-FF15 Waterfall Model.xlsx” file, with the FFML 2006-FF15 M1 tranche selected with a “1” in workbook “Damages\_Summary” Cell B7 and saved with the file name suffix “ - M1”)
- F. “Model\_Results\_017\_100\_0\_PrimaryDmgs\_FFML 2006-FF17 Waterfall Model - M1.xlsx” (Plaintiffs’ “Model\_Results\_017\_100\_0\_PrimaryDmgs\_FFML 2006-FF17 Waterfall Model.xlsx” file, with the FFML 2006-FF17 M1 tranche selected with a “1” in workbook “Damages\_Summary” Cell B7 and saved with the file name suffix “ - M1”)
- G. “Model\_Results\_021\_100\_0\_PrimaryDmgs\_ABFC 2006-OPT2 Waterfall Model - A3D.xlsx” (Plaintiffs’ “Model\_Results\_021\_100\_0\_PrimaryDmgs\_ABFC 2006-OPT2 Waterfall Model.xlsx” file, with the ABFC 2006-OPT2 A3D tranche

- selected with a “1” in workbook “Damages\_Summary” Cell B7 and saved with the file name suffix “ - A3D”)
- H. “Model\_Results\_021\_100\_0\_PrimaryDmgs\_ABFC 2006-OPT2 Waterfall Model - M1.xlsx” (Plaintiffs’ “Model\_Results\_021\_100\_0\_PrimaryDmgs\_ABFC 2006-OPT2 Waterfall Model.xlsx” file, with the ABFC 2006-OPT2 M1 tranche selected with a “2” in workbook “Damages\_Summary” Cell B7 and saved with the file name suffix “ - M1”)
  - I. “Model\_Results\_023\_100\_0\_PrimaryDmgs\_HVMLT 2006-12 Waterfall Model - 2A2B.xlsx” (Plaintiffs’ “Model\_Results\_023\_100\_0\_PrimaryDmgs\_HVMLT 2006-12 Waterfall Model.xlsx” file, with the HVMLT 2006-12 2A2B tranche selected with a “1” in workbook “Damages\_Summary” Cell B7 and saved with the file name suffix “ - 2A2B”)
  - J. “Model\_Results\_001\_100\_0\_PrimaryDmgs\_HVMLT 2006-11 Waterfall Model - A1A.xlsx” (Plaintiffs’ “Model\_Results\_001\_100\_0\_PrimaryDmgs\_HVMLT 2006-11 Waterfall Model.xlsx” file, with the HVMLT 2006-11 A1A tranche selected with a “1” in workbook “Damages\_Summary” Cell B7 and saved with the file name suffix “ - A1A”)
  - K. “Model\_Results\_001\_100\_0\_PrimaryDmgs\_HVMLT 2006-11 Waterfall Model - A1B.xlsx” (Plaintiffs’ “Model\_Results\_001\_100\_0\_PrimaryDmgs\_HVMLT 2006-11 Waterfall Model.xlsx” file, with the HVMLT 2006-11 A1B tranche selected with a “2” in workbook “Damages\_Summary” Cell B7 and saved with the file name suffix “ - A1B”)
  - L. “Model\_Results\_001\_100\_0\_PrimaryDmgs\_SVHE 2007-OPT1 Waterfall Model - IIA3.xlsx” (Plaintiffs’ “Model\_Results\_001\_100\_0\_PrimaryDmgs\_SVHE 2007-OPT1 Waterfall Model.xlsx” file, with the SVHE 2007-OPT1 IIA3 tranche selected with a “1” in workbook “Damages\_Summary” Cell B7 and saved with the file name suffix “ - IIA3”)
  - M. “ABFC 2006-OPT2 MF Loans NonZeros - 010819.xlsx”
  - N. “ABFC 2006-OPT2 RW Loans NonZeros - 080819.xlsx”
  - O. “HVMLT 2006-12 RW Loans NonZeros - 080819.xlsx”
  - P. “HVMLT 2007-1 RW Loans NonZeroes - 080819.xlsx”
  - Q. “SVHE 2007-OPT1 MF Loans NonZeros - 010819.xlsx”

**Exhibit      Document Description**

- 128    Opening Report of Gary Shev (Jan. 18, 2019).  
Including Slipsheet identifying Exhibit 1 to the Opening Report of Gary Shev, an Excel file with filename “Exhibit 1 - 2019.01.18 Final Disclosure.XLSX.” The Excel file, as provided by Plaintiffs, will be presented in its original electronic format.
- 129    Slipsheet identifying filename of Excel file (“HVMLT 2006-12 Claim Review.xlsx”) produced by Plaintiffs to Wells Fargo on June 4, 2019 as supplemental materials related to the Opening Report of Gary Shev. The Excel file, as provided by Plaintiffs, will be presented in its original electronic format.
- 130    Reply Report of Gary Shev to the Rebuttal Reports of Beverly Gentry, Kori Keith, and Joel Spolin (Aug. 7, 2019).  
Including slipsheet identifying Exhibit 2 to the Reply Report of Gary Shev to the Rebuttal Reports of Beverly Gentry, Kori Keith, and Joel Spolin, an Excel file with filename “Exhibit 2 - Replies.xlsx.” The Excel file, as provided by Plaintiffs to Wells Fargo, will be presented in its original electronic format.
- 131    Declaration of Christopher J. Milner Regarding Wells Fargo’s Mar. 5, 2019 Letter (Mar. 19, 2019).
- 132    Transcript of the deposition of Christopher J. Milner (June 18, 2019) (with errata).
- 133    Declaration of Beth Belfield (Mar. 12, 2020).
- 134    Declaration of Melissa Loiselle (Mar. 12, 2020).
- 135    Document titled “Exhibit G MF Exception Loan Lists” and marked as Exhibit 4 at the Deposition of Christopher J. Milner (June 18, 2019).

3.    Copies of the documents identified as being presented by Wells Fargo in their original electronic formats are to be served upon the parties and presented to the Court on an electronic media storage device.

4.    I declare under penalty of perjury that the foregoing is true and correct.

Dated: March 13, 2020  
(Corrected: April 3, 2020)  
New York, New York

*/s/ Thomas E. Lynch*  
Thomas E. Lynch